

8/5/02  
14:22Desert Oasis Apartments  
General Ledger - Period Ending 12/31/01Company: DOA  
Page: 2

Date	Mt	Ref #	Account	Description	Current	Year-To-Date
Beginning Balance			301 Capital-H & C Bulloch Trust			0.00*
1/1/01 12		JE1	301 Beginning Balances		203,264.30	
			Ending Balances =		203,264.30*	203,264.30**
Beginning Balance			302 Capital-Gulf Stream Irr Tr			0.00*
1/1/01 12		JE1	302 Beginning Balances		22,584.93	
			Ending Balances =		22,584.93*	22,584.93**
Beginning Balance			320 Distributions-H & C Bullock Tr			0.00*
12/31/01 12		JE2	320 Bal Rental Income		25,948.80	
			Ending Balances =		25,948.80*	25,948.80**
Beginning Balance			321 Distributions-Gulf Stream Irr			0.00*
12/31/01 12		JE2	321 Bal Rental Income		2,883.20	
			Ending Balances =		2,883.20*	2,883.20**
Beginning Balance			401 Rental Income			0.00*
12/31/01 12		CR1	401 2001 Cash Receipts		-341,187.00	
12/31/01 12		CR2	401 2001 Cash Receipts		-71,632.00	
12/31/01 12		JE2	401 Bal Rental Income		-28,832.00	
			Ending Balances =		-441,651.00*	-441,651.00**
Beginning Balance			407 Interest Income			0.00*
12/31/01 12		CR1	407 2001 Cash Receipts		-467.46	
12/31/01 12		CR2	407 2001 Cash Receipts		-30.12	
			Ending Balances =		-497.58*	-497.58**
Beginning Balance			702 Accounting Fees			0.00*
12/31/01 12		CD1	702 2001 Disbursements		1,600.00	
			Ending Balances =		1,600.00*	1,600.00**
Beginning Balance			740 Depreciation Expense			0.00*
12/31/01 12		JE4	740 2001 Depreciation		203,063.31	
			Ending Balances =		203,063.31*	203,063.31**
Beginning Balance			770 Interest			0.00*
12/31/01 12		CD1	770 2001 Disbursements		6,000.00	
			Ending Balances =		6,000.00*	6,000.00**
Beginning Balance			788 Legal Fees			0.00*
12/31/01 12		CD1	788 2001 Disbursements		247,171.93	
12/31/01 12		CD2	788 2001 Disbursements		37,000.00	
			Ending Balances =		284,171.93*	284,171.93**
Beginning Balance			794 License & Filing Fees			0.00*
12/31/01 12		CD1	794 2001 Disbursements		85.00	
			Ending Balances =		85.00*	85.00**

8/5/02  
14:22Desert Oasis Apartments  
General Ledger - Period Ending 12/31/01Company: DOA  
Page: 3

Date	Mt	Ref #	Account	Description	Current	Year-To-Date
Beginning Balance			796	Maintenace & Repairs		0.00*
12/31/01 12		CD1	796	2001 Disbursements	3,855.00	
				Ending Balances =	3,855.00*	3,855.00**

General Ledger is in balance.

0.00\*\*

36 Transactions

Current Loss	(56,626.66)	Y-T-D Loss	(56,626.66)
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DESERT OASIS APARTMENTS, LLC  
Statement of Assets, Liabilities,  
and Capital - Cash Basis  
December 31, 2002

ASSETS

CURRENT ASSETS

Cash In Bank-Debtor in Possess	\$	274.43
Due from Casa Malaga		<u>76,500.00</u>

TOTAL CURRENT ASSETS

76,774.43

FIXED ASSETS

Land	\$	1,363,618.76
Building		5,584,241.26
Accumulated Depreciation		<u>(710,721.58)</u>

TOTAL FIXED ASSETS

6,237,138.44

OTHER ASSETS

TOTAL ASSETS

\$ 6,313,912.87

LIABILITIES & MEMBERS' CAPITAL

CURRENT LIABILITIES

Due to Desert Land, LLC	\$	7,225,968.42
Due to Desert Ranch		<u>61,187.92</u>

TOTAL CURRENT LIABILITIES

7,287,156.34

MEMBERS' CAPITAL

Capital	(311,307.89)
Net Income (Loss)	<u>(661,935.58)</u>

TOTAL MEMBERS' CAPITAL

(973,243.47)

TOTAL LIABILITIES & CAPITAL

\$ 6,313,912.87

**DESERT OASIS APARTMENTS, LLC**  
**Statement of Revenue and Expenses - Cash Basis**  
**For the Period Ended December 31, 2002**

	12 Months Ended Dec. 31, 2002
<b>REVENUE</b>	
Rental Income	\$ 492,457.00
Interest Income	<u>658.49</u>
<b>TOTAL REVENUE</b>	<u>493,115.49</u>
<b>EXPENSES</b>	
Accounting Fees	950.00
Bank Charges	91.50
Depreciation Expense	203,063.30
Interest	525,016.82
Lease Expense	40,000.00
Legal & Professional	284,203.40
License & Filing Fees	85.00
Management Fees	3,000.00
Office Expense	11,465.80
Option Fees Expired	36,000.00
Taxes-Property	37,907.25
Travel	11,518.00
Trustee Fees	<u>1,750.00</u>
<b>TOTAL ADMIN EXPENSES</b>	<u>1,155,051.07</u>
<b>NET INCOME (LOSS)</b>	<b>\$ <u>(661,935.58)</u></b>

**Shelton Declaration**  
**Exhibit B**  
**(Estimated Borrower's Closing Statement)**

First American Title Company of Nevada  
3760 Pecos McLeod Interconnect, Suite 7 \* Las Vegas, NV 89121-4253  
(702) 731-4131

ESCROW NUMBER: 884232  
PROPERTY: Vacant Land  
026 and 162-28-302-001

TODAY'S DATE: 12/06/2000  
CLOSING DATE: 12/06/2000

BORROWERS:  
Desert Land LLC

## ESTIMATED BORROWER'S CLOSING STATEMENT

DESCRIPTION	DEBITS	CREDITS
Loan from Tom Gonzales		41,500,000.00
Funds previously received from Tom Gonzalez on 11/22/00	500,000.00	
190-99218 Gonzo Financial	1,867,994.03	
#99-133/Oasis Apartments Heller Financial	5,028,400.56	
Pay off to New World, LLC	5,000,000.00	
Origination Fee 2.000% Tom Gonzales	830,000.00	
Origination fee 1.000% Barry Fieldman	415,000.00	
Interest - 1 yr in advance Tom Gonzales	5,397,493.26	
Sammie Armstrong to #889231	1,358,616.67	
Interest from 11/22/2000 to 12/06/2000 @ \$178.09000/day	2,493.26	
To # 86015 Tivoli	5,219,472.00	
To 833089 FLT Trust	15,852,120.22	
Title Premium - Owners First American Title Co/Nevada	200.00	
Alta Premium - Lenders First American Title Co/Nevada	16,340.00	
County tax/stamps, Deed \$ 6,750.00 Mtg \$	6,750.00	
Recording fees: Deed\$ Mtg\$ 250.00 Releases\$	250.00	
Recon Tracking Fee First American Title	400.00	
Overnight Del/Handling Fee First American Title	95.00	
Inspection Fee First American Title	1,120.00	
Fax/Phone Charges First American Title	105.00	
Escrow Fee First American Title Co/Nevada	2,650.00	
Held For Misc	500.00	
Subtotals	41,500,000.00	41,500,000.00
Balance Due From Borrower		
TOTALS	41,500,000.00	41,500,000.00

Borrower understands the Closing or Escrow Agent has assembled this information representing the transaction from the best information available from other sources and cannot guarantee the accuracy thereof. The Lender involved may be furnished a copy of this Statement.

The undersigned hereby authorizes FIRST AMERICAN TITLE COMPANY to make expenditures and disbursements as shown and approves same for payment. The undersigned also acknowledges receipt of Loan Funds in the amount shown above and receipt of a copy of this Statement.

APPROVED AND ACCEPTED THIS 6<sup>th</sup> Day of December, 2000.

First American Title Company of Nevada

By: Sharon G. Silverberg

Desert Land LLC

By: Howard Bulloch, Manager



**Shelton Declaration**

**Exhibit C**

**(Desert Oasis Apartments LLC's Petition and Schedules filed May 31, 2002)**

ORIGINAL

## FORM 1. VOLUNTARY PETITION

United States Bankruptcy Court		VOLUNTARY PETITION	
Southern District of Nevada			
NAME OF DEBTOR - (If Individual, enter Last, First, Middle) Desert Oasis Apartments, LLC		NAME OF JOINT DEBTOR (Spouse) (Last, First, Middle)	
ALL OTHER NAMES used by the debtor in the last 6 years (Include married, birth, and trade names) none		ALL OTHER NAMES used by the joint debtor in the last 6 years (Include married, birth, and trade names)	
SOC SEC/TAX I.D. NO (If more than one, state all) 88-0433777		SOC SEC/TAX I.D. NO (If more than one, state all)	
STREET ADDRESS OF DEBTOR (No. and street, city, state and zip code) 7475 W. Sahara Avenue, Suite 100  Las Vegas, NV 89117		STREET ADDRESS OF JOINT DEBTOR (No. and street, city, state and zip code)	
COUNTY of residence or principal place of business Clark	PHONE NUMBER 702-948-3344	COUNTY of residence or principal place of business	PHONE NUMBER
MAILING ADDRESS OF DEBTOR (If different from Street Address) same		MAILING ADDRESS OF JOINT DEBTOR (If different from Street Address)	
LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different from address listed above) n/a			
INFORMATION REGARDING DEBTOR (Check applicable boxes)			
VENUE (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in the District for 180 days immediately preceding the date of the petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in the District.			
TYPE OF DEBTOR		CHAPTER OR SECTION OF BANKRUPTCY CODE UNDER WHICH THE PETITION IS FILED (Check one box)	
<input type="checkbox"/> Individual <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Community Broker <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other _____ <input type="checkbox"/> Railroad		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Sec 304 - Case ancillary to foreign proceeding	
NATURE OF DEBT		FILING FEE (Check one box)	
<input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business		<input checked="" type="checkbox"/> Filing fee attached <input type="checkbox"/> Filing fee to be paid in installments	
CHAPTER 11 SMALL BUSINESS (Check all boxes that apply)		Installment payments applicable to individuals only. Must attach signed application for the courts consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.	
<input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered as a small business under 11 U.S.C. § 1121(e) (Optional)			
STATISTICAL/ADMINISTRATIVE INFORMATION (28 U.S.C. § 604) (Estimates only - Check applicable boxes)		THIS SPACE FOR COURT USE ONLY	
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		RECEIVED AND FILED 2007 MAY 31 PM 4:22 UNITED STATES BANKRUPTCY COURT PAMELA GRAY CLERK	
ESTIMATED NUMBER OF CREDITORS <input type="checkbox"/> 1-15 <input checked="" type="checkbox"/> 16-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-over			
ESTIMATED ASSETS (in thousands of dollars) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$50 million <input type="checkbox"/> More than \$100 million			
ESTIMATED LIABILITIES (in thousands of dollars) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$50 million <input type="checkbox"/> More than \$100 million			



<b>VOLUNTARY PETITION PAGE 2</b> <small>(This page must be completed and filed in every case)</small>		Name of Debtor(s): <b>Desert Oasis Apartments, LLC</b>	FORM B1
<b>PRIOR BANKRUPTCY CASE FILED WITHIN LAST 6 YEARS (If more than one, attach additional sheet)</b>			
Location where filed <b>none</b>	Case Number	Date Filed	
<b>PENDING BANKRUPTCY CASE FILED BY ANY SPOUSE, PARTNER, OR AFFILIATE OF THE DEBTOR (If more than one, attach additional sheet)</b>			
Name of Debtor <b>See attached</b>	Case Number	Date Filed	
Relationship	District	Judge	
<b>SIGNATURES</b>			
<b>SIGNATURE(S) OF DEBTOR(S) (INDIVIDUAL/JOINT)</b> I declare under penalty of perjury that the information provided in this petition is true and correct. (If Petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. <input checked="" type="checkbox"/> <u>Howard Bullock</u> Signature of Debtor  <input type="checkbox"/> Signature of Joint Debtor  702-948-3344 PHONE NUMBER (If not represented by attorney) <u>MAY 30, 2002</u> Date		<b>EXHIBIT A</b> (To be completed if debtor is required to file periodic reports (e. g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934 and is requesting relief under Chapter 11) <input checked="" type="checkbox"/> Exhibit "A" is attached and made a part of this petition.  <b>EXHIBIT B</b> (To be completed by attorney for individual chapter 7 debtor(s) with primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that (he, she, or they) may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. <input type="checkbox"/> Signature of Attorney for Debtors Date	
<input checked="" type="checkbox"/> <u>Leonard Schwartz</u> Signature of Attorney for Debtor(s)  <b>Leonard Schwartz</b> PRINTED NAME OF ATTORNEY FOR DEBTOR(S) <b>Schwartz &amp; McPherson Law Firm</b> FIRM NAME <b>3800 Howard Hughes Parkway, Suite 1100</b> <b>Las Vegas, NV 89109</b>  ADDRESS <b>702-693-4230</b> TELEPHONE NUMBER <u>5-31-02</u> Date		<b>EXHIBIT C</b> Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No  <b>SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER</b> I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. §110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.  Printed or Typed Name of Bankruptcy petition Preparer  Social Security Number  Address Tel. No.	
<b>SIGNATURE OF DEBTOR (CORPORATION/PARTNERSHIP)</b> I declare under penalty of perjury that the information provided in this petition is true and correct, and that the filing of this petition on behalf of the debtor has been authorized. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition. <input checked="" type="checkbox"/> <u>Howard Bullock</u> Signature of Authorized Individual <u>Howard Bullock</u> Print or Type Name of Authorized Individual <u>MANAGER</u> Title of Individual Authorized by Debtor to File this Petition <u>MAY 30, 2002</u> Date		Names and Social Security number of all other individuals who prepared or assisted in preparing this document:  If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.  <input type="checkbox"/> Signature of Bankruptcy Petition Preparer  Date  A bankruptcy petition preparer's failure to comply with the provision of Title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. § 156.	

**United States Bankruptcy Court**

Southern District of Nevada

IN RE Desert Oasis Apartments, LLC  
name of debtor

Case No. \_\_\_\_\_

chapter Chapter 11**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amount from Schedules A and B to determine the total amount of the debtor's assets. Add the amount from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

			AMOUNTS SCHEDULED		
NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A — Real Property			\$41,040,000.00		
B — Personal Property			\$2,150.00		
C — Property Claimed as Exempt					
D — Creditors Holding Secured Claims				\$41,500,000.00	
E — Creditors Holding Unsecured Priority Claims				\$0.00	
F — Creditors Holding Unsecured Nonpriority Claims					
G — Executory Contracts and Unexpired Leases					
H — Codebtors					
I — Current Income of Individual Debtor(s)					
J — Current Expenditures of Individual Debtor(s)					
Total Number of Sheets of ALL Schedules ►					
Total Assets ►			\$41,042,150.00		
Total Liabilities ►				\$41,500,000.00	



Desert Oasis Apartments, LLC  
NAME OF DEBTOR

CASE NO.

### SCHEDULE A — REAL PROPERTY

Except as listed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interest in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claim in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Desert Oasis Apartments 5316 Danville Lane Las Vegas, NV	Fee Simple 94.5%		\$41,040,000.00	\$41,500,000.00
Total ▶			\$41,040,000.00	

(Report also on Summary of Schedules)

NAME OF DEBTOR Desert Oasis Apartments, LLC

CASE NO.

**SCHEDULE D — CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and account number, if any, of all entities holding claims secured by property of the debtor as of the date of filing the petition. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.. List creditors in alphabetical order to the extent practicable. If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C", in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT, UNLIQUIDATED, DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION IF ANY
	HUSBAND, WIFE, JOINT OR COMMUNITY					
Tom Gonzales PO Box 8786 Incline Village, NV 89452	<input type="checkbox"/>		12/15/2000 First Deed of Trust  VALUE \$41,500,000.00 acct #	<input type="checkbox"/> contingent <input type="checkbox"/> unliquidated <input type="checkbox"/> disputed	\$41,500,000.00	
	<input type="checkbox"/>		VALUE acct #	<input type="checkbox"/> contingent <input type="checkbox"/> unliquidated <input type="checkbox"/> disputed		
	<input type="checkbox"/>		VALUE acct #	<input type="checkbox"/> contingent <input type="checkbox"/> unliquidated <input type="checkbox"/> disputed		
	<input type="checkbox"/>		VALUE acct #	<input type="checkbox"/> contingent <input type="checkbox"/> unliquidated <input type="checkbox"/> disputed		
	<input type="checkbox"/>		VALUE acct #	<input type="checkbox"/> contingent <input type="checkbox"/> unliquidated <input type="checkbox"/> disputed		

Subtotal (Total of this page)



\$41,500,000.00

(Report also on Summary of Schedules)

Total (Use only on last page)



\$41,500,000.00

# EXHIBIT G



## Fill in this information to identify the case:

Debtor name Desert Oasis Apartments, LLCUnited States Bankruptcy Court for the: DISTRICT OF NEVADACase number (if known) 18-12456-LEB

☐ Check if this is an  
amended filing

## Official Form 202

## Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

## Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 22 APR 2020x David Gaffin  
Signature of individual signing on behalf of debtor

David Gaffin  
Printed name

Co-Manager  
Position or relationship to debtor

## Fill in this information to identify the case:

Debtor name Desert Oasis Apartments, LLCUnited States Bankruptcy Court for the: DISTRICT OF NEVADACase number (if known) 18-12456-LEB
☐ Check if this is an amended filing

## Official Form 206A/B

## Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: **Cash and cash equivalents**

## 1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.  
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. **Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. US Bank Checking AccountChecking9447\$102,536.274. **Other cash equivalents (Identify all)**5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$102,536.27Part 2: **Deposits and Prepayments**

## 6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.  
☐ Yes Fill in the information below.

Part 3: **Accounts receivable**

## 10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.  
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less:

0.00

-

0.00

= ....

Unknown

face amount

doubtful or uncollectible accounts

Debtor Desert Oasis Apartments, LLC  
NameCase number (if known) 18-12456-LEB12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00**Part 4: Investments**

## 13. Does the debtor own any investments?

- ☒ No. Go to Part 5.  
☐ Yes Fill in the information below.

**Part 5: Inventory, excluding agriculture assets**

## 18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.  
☐ Yes Fill in the information below.

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

## 27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.  
☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

## 38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.  
☐ Yes Fill in the information below.

**Part 8: Machinery, equipment, and vehicles**

## 46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.  
☐ Yes Fill in the information below.

**Part 9: Real property**

## 54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.  
☒ Yes Fill in the information below.

## 55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1. 5333 Bethel Lane, Las Vegas, NV 89119				
128 Unit Apartments				
APN 162-28-310-001	Fee simple	\$0.00		\$76,800,000.00

Debtor Desert Oasis Apartments, LLC  
NameCase number (if known) 18-12456-LEB

## 56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.  
Copy the total to line 88.\$76,800,000.00

## 57. Is a depreciation schedule available for any of the property listed in Part 9?

☐ No☒ Yes

## 58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

☐ No☒ Yes**Part 10: Intangibles and intellectual property**

## 59. Does the debtor have any interests in intangibles or intellectual property?

☒ No. Go to Part 11.☐ Yes Fill in the information below.**Part 11: All other assets**

## 70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.☒ Yes Fill in the information below.Current value of  
debtor's interest

## 71. Notes receivable

Description (include name of obligor)

## 72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

## 73. Interests in insurance policies or annuities

## 74. Causes of action against third parties (whether or not a lawsuit has been filed)

## 75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

## 76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed *Examples:* Season tickets, country club membership**Money Due from Insiders:**

10181 Park Run LLC - \$67,737 - subject to defenses

Compass Investments - \$10,250 - subject to defenses

David Gaffin - \$29,277 - subject to defenses

Howard Bulloch - \$947,492 - subject to defenses

SkyVue Las Vegas, LLC - \$2,193,376 - subject to defenses, uncollectible

The Ranch, LLC - \$195,678 - subject to defenses, uncollectible

\$0.00

## 78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$0.00

Debtor Desert Oasis Apartments, LLC  
Name

Case number (if known) 18-12456-LEB

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes



Debtor **Desert Oasis Apartments, LLC**  
NameCase number (if known) **18-12456-LEB****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$102,536.27	
81. Deposits and prepayments. Copy line 9, Part 2.	\$0.00	
82. Accounts receivable. Copy line 12, Part 3.	\$0.00	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$0.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0.00	
88. Real property. Copy line 56, Part 9.....>		\$76,800,000.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90. All other assets. Copy line 78, Part 11.	+ \$0.00	
91. Total. Add lines 80 through 90 for each column	\$102,536.27	+ 91b. \$76,800,000.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$76,902,536.27



Debtor **Desert Oasis Apartments, LLC**  
NameCase number (if known) **18-12456-LEB**

3.3	<b>Nonpriority creditor's name and mailing address</b> <b>Citation Financial, LLC</b> <b>10181 Park Run Drive</b> <b>#200</b> <b>Las Vegas, NV 89145</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$1,150,000.00</b>
3.4	<b>Nonpriority creditor's name and mailing address</b> <b>Classic Design Group</b> <b>600 Cervantes Drive</b> <b>Henderson, NV 89014</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$114.34</b>
3.5	<b>Nonpriority creditor's name and mailing address</b> <b>Compass Investments Holdings, LLC</b> <b>10181 Park Run Drive</b> <b>#200</b> <b>Las Vegas, NV 89145</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$350,000.00</b>
3.6	<b>Nonpriority creditor's name and mailing address</b> <b>HD Supply</b> <b>4825 E Cheyenne Avenue</b> <b>Las Vegas, NV 89115</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$595.80</b>
3.7	<b>Nonpriority creditor's name and mailing address</b> <b>LeaseStar LLC</b> <b>2201 Lakeside Blvd</b> <b>Richardson, TX 75082</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$50.14</b>
3.8	<b>Nonpriority creditor's name and mailing address</b> <b>RealPage, Inc.</b> <b>2201 Lakeside Blvd</b> <b>Richardson, TX 75082</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$671.77</b>
3.9	<b>Nonpriority creditor's name and mailing address</b> <b>Silver Springs Water</b> <b>480 Minor Court</b> <b>Henderson, NV 89011</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	<b>As of the petition filing date, the claim is: Check all that apply.</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$38.00</b>

Debtor **Desert Oasis Apartments, LLC**  
NameCase number (if known) **18-12456-LEB**

3.10	Nonpriority creditor's name and mailing address <b>Supreme Carpet Cleaning</b> <b>1730 Primrose Path</b> <b>Las Vegas, NV 89108</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$390.00</b>
3.11	Nonpriority creditor's name and mailing address <b>Surface Specialists of Nevada, Inc.</b> <b>3325 W Ali Baba Lane</b> <b>Suite 619</b> <b>Las Vegas, NV 89118</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$200.00</b>
3.12	Nonpriority creditor's name and mailing address <b>Tivoli Motel, Inc.</b> <b>1018 Park Run Drive</b> <b>#200</b> <b>Las Vegas, NV 89145</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$172,000.00</b>
3.13	Nonpriority creditor's name and mailing address <b>WestCorp Management Group</b> <b>6655 S Eastern Ave #200</b> <b>Las Vegas, NV 89119</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$3,000.00</b>
3.14	Nonpriority creditor's name and mailing address <b>Zumper Inc</b> <b>49 Geary St</b> <b>San Francisco, CA 94108</b> Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<b>\$50.00</b>

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1  
5b. Total claims from Part 2

5c. Total of Parts 1 and 2  
Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ 25,100.00
5b. +	\$ 1,680,333.15
5c.	\$ 1,705,433.15

Fill in this information to identify the case:

Debtor name Desert Oasis Apartments, LLCUnited States Bankruptcy Court for the: DISTRICT OF NEVADACase number (if known) 18-12456-LEB
☐ Check if this is an amended filing

## Official Form 206Sum

### Summary of Assets and Liabilities for Non-Individuals

12/15

#### Part 1: Summary of Assets

##### 1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i> .....	\$ <u>76,800,000.00</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i> .....	\$ <u>102,536.27</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i> .....	\$ <u>76,902,536.27</u>

#### Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$ <u>18,525,000.00</u>
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$ <u>25,100.00</u>
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$ <u>1,680,333.15</u>
4. Total liabilities ..... Lines 2 + 3a + 3b	\$ <u>20,230,433.15</u>



# EXHIBIT H

Fill in this information to identify the case:

Debtor name Desert Land, LLC

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) 18-12454-LEB

☐ Check if this is an amended filing

Official Form 202

## Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 22 Apr 2020

x David Gaffin  
Signature of individual signing on behalf of debtor

David Gaffin  
Printed name

Manager  
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name Desert Land, LLCUnited States Bankruptcy Court for the: DISTRICT OF NEVADACase number (if known) 18-12454-LEB
☐ Check if this is an amended filing

## Official Form 206A/B

## Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: **Cash and cash equivalents**

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.  
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. **Checking, savings, money market, or financial brokerage accounts** (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. Wells Fargo\$7,500.003.2. Bank of America\$10,000.004. **Other cash equivalents** (Identify all)5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$17,500.00**Part 2: **Deposits and Prepayments**

6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.  
☐ Yes Fill in the information below.

Part 3: **Accounts receivable**

10. Does the debtor have any accounts receivable?

- ☒ No. Go to Part 4.  
☐ Yes Fill in the information below.

Debtor Desert Land, LLC  
NameCase number (if known) 18-12454-LEB**Part 4: Investments****13. Does the debtor own any investments?**

- ☐ No. Go to Part 5.
- ☒ Yes Fill in the information below.

			Valuation method used for current value	Current value of debtor's interest
14.	<b>Mutual funds or publicly traded stocks not included in Part 1</b> Name of fund or stock:			
15.	<b>Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture</b> Name of entity: % of ownership			
15.1.	<u>Desert Oasis Investments, LLC</u>	<u>100</u> %	<u>Appraisal</u>	<u>\$90,000,000.00</u>

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**  
Describe:

17. **Total of Part 4.**

Add lines 14 through 16. Copy the total to line 83.

\$90,000,000.00**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes Fill in the information below.

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)****27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
- ☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles****38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☒ No. Go to Part 8.
- ☐ Yes Fill in the information below.

**Part 8: Machinery, equipment, and vehicles****46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes Fill in the information below.

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	<b>Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles</b>			
47.1.	<u>2007 Yukon</u>	<u>\$0.00</u>		<u>\$6,000.00</u>

Debtor Desert Land, LLC  
NameCase number (if known) 18-12454-LEB48. **Watercraft, trailers, motors, and related accessories** *Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels*49. **Aircraft and accessories**50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$6,000.0052. **Is a depreciation schedule available for any of the property listed in Part 8?**☒ No☐ Yes53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**☒ No☐ Yes**Part 9: Real property**54. **Does the debtor own or lease any real property?**☐ No. Go to Part 10.☒ Yes Fill in the information below.55. **Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest****Description and location of property**  
Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).**Nature and extent of debtor's interest in property****Net book value of debtor's interest**  
(Where available)**Valuation method used for current value****Current value of debtor's interest**55.1. **Hacienda / Mandalay Bay Site**  
**Approximately 20 acres at the southeast corner of Las Vegas Blvd. S. and E. Mandalay Bay Road, including 3951 & 3953 Las Vegas Blvd. S.**Fee Title\$227,192,000.00Appraisal\$230,000,000.0055.2. **Desert Oasis Motel (Aspen Property)**  
**3965 Las Vegas Blvd. S.**Fee Title\$35,258,000.00Appraisal\$13,500,000.0056. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$243,500,000.0057. **Is a depreciation schedule available for any of the property listed in Part 9?**☒ No☐ Yes



Debtor Desert Land, LLC  
NameCase number (if known) 18-12454-LEB

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?
- ☐ No
- ☒ Yes

**Part 10: Intangibles and intellectual property**

59. Does the debtor have any interests in intangibles or intellectual property?

- ☒ No. Go to Part 11.
- ☐ Yes Fill in the information below.

**Part 11: All other assets**

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
- ☒ Yes Fill in the information below.

Current value of  
debtor's interest

71.	<b>Notes receivable</b> Description (include name of obligor)	
72.	<b>Tax refunds and unused net operating losses (NOLs)</b> Description (for example, federal, state, local)	
73.	<b>Interests in insurance policies or annuities</b>	
74.	<b>Causes of action against third parties (whether or not a lawsuit has been filed)</b>	
75.	<b>Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims</b>	
76.	<b>Trusts, equitable or future interests in property</b>	
77.	<b>Other property of any kind not already listed Examples: Season tickets, country club membership</b>	
	<b>Money due from Compass Investments, LLC (AMOUNT \$5,294,213.20)</b>	
	<b>Subject to defenses</b>	<b>\$0.00</b>
	<b>Money due from Citation Financial, LLC (AMOUNT \$24,880,129.28)</b>	
	<b>Subject to defenses</b>	<b>\$0.00</b>
	<b>Money due from Tivoli Motel, Inc. (AMOUNT \$75,000.00)</b>	
	<b>Subject to defenses, uncollectible</b>	<b>\$0.00</b>
	<b>Money due from SkyVue Las Vegas, LLC (AMOUNT \$10,926,466.91)</b>	
	<b>Subject to defenses, uncollectible</b>	<b>\$0.00</b>
	<b>Money due from Howard Bulloch (AMOUNT \$2,539,583.69)</b>	
	<b>Subject to defenses</b>	<b>\$0.00</b>

Debtor Desert Land, LLC  
Name

Case number (if known) 18-12454-LEB

Money due from David Gaffin (AMOUNT \$584,474.48)  
Subject to defenses

\$0.00

Money due from Bruce Bulloch (AMOUNT \$144,030.00)  
Subject to defenses

\$0.00

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor **Desert Land, LLC**  
NameCase number (if known) **18-12454-LEB****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$17,500.00	
81. Deposits and prepayments. Copy line 9, Part 2.	\$0.00	
82. Accounts receivable. Copy line 12, Part 3.	\$0.00	
83. Investments. Copy line 17, Part 4.	\$90,000,000.00	
84. Inventory. Copy line 23, Part 5.	\$0.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$6,000.00	
88. Real property. Copy line 56, Part 9.....>		\$243,500,000.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0.00	
90. All other assets. Copy line 78, Part 11.	+ \$0.00	
91. Total. Add lines 80 through 90 for each column	\$90,023,500.00	+ 91b. \$243,500,000.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$333,523,500.00

Fill in this information to identify the case:

Debtor name Desert Land, LLCUnited States Bankruptcy Court for the: DISTRICT OF NEVADACase number (if known) 18-12454-LEB
☐ Check if this is an amended filing

## Official Form 206Sum

### Summary of Assets and Liabilities for Non-Individuals

12/15

#### Part 1: Summary of Assets

##### 1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B.....	\$ 243,500,000.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$ 90,023,500.00
1c. Total of all property: Copy line 92 from Schedule A/B.....	\$ 333,523,500.00

#### Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D.....	\$ 152,038,963.66
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$ 0.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+\$ 414,735.00
4. Total liabilities ..... Lines 2 + 3a + 3b	\$ 152,453,698.66

# EXHIBIT I



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*Attorneys for Juniper Loan Servicing Corporation*

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA

In Re:

DESERT LAND, LLC,

Debtor.

Case No. 18-12454-leb

Chapter 7

**OBJECTION TO AMENDED  
MOTION TO SUBSTANTIVELY  
CONSOLIDATE CASES**

Hearing Date: June 26, 2018  
Hearing Time: 2:30 p.m.

Juniper Loan Servicing Corporation (“Juniper”) objects to the substantive consolidation of the bankruptcy estate of Desert Oasis Investments, LLC (“Desert Investments”) with the estates of Desert Land, LLC (“Desert Land”), Desert Oasis Apartments, LLC (“Desert Apartments”), and Skyvue Las Vegas, LLC (“Skyvue”). Juniper does not necessarily object to the consolidation of the Desert Land, Desert Apartments, and Skyvue estates, but the Desert Investments estate should remain separate from the other Debtors’ estates.

Juniper would be substantially prejudiced if the Debtors are substantively consolidated so that all of the various parcels of real property the Debtors own can be sold as a single unit because the market for such a large sale of property (approaching a half billion dollars) is very small. It will take a lot longer to sell the properties as a single unit than it would for Juniper’s collateral to be sold separately. In fact, a sale of all of the . . .

1 parcels together might never happen. The inevitable delay in selling the property will not  
2 benefit any creditor. It can only benefit equityholders, whose interests are irrelevant.

3 Moreover, Desert Investments has not provided sufficient evidence to support the  
4 conclusion that its estate should be substantively consolidated with any other bankruptcy  
5 estate. There has been no showing that creditors dealt with Desert Investments and the  
6 other Debtors as a single economic unit. Juniper certainly has not. Juniper is entitled to  
7 look to the assets of its sole debtor for repayment.

8 And there has been no showing that Desert Investments' affairs are so entangled  
9 with the other Debtors that they cannot be separated without significant expense. Even if  
10 the Debtors viewed *themselves* as a single company (which seems unlikely), that is  
11 irrelevant under Ninth Circuit law. Substantive consolidation is analyzed from the  
12 perspective of creditors.

13 The current record does not support substantive consolidation. And the Debtors  
14 have not even filed their schedules and statements of financial affairs yet. The Court  
15 should not even consider ordering substantive consolidation before they are filed.

### 16 BACKGROUND

17 Olympic Coast Investments, Inc. ("OCI") extended a loan to Desert Investments in  
18 the principal amount of \$10,000,000 on October 22, 2008. *See* Promissory Note,  
19 attached hereto as **Exhibit A**. Interest accrues on the loan at the rate of 15% per annum.  
20 The current balance of the loan is no less than \$17,276,177.49. The loan is secured by  
21 eight contiguous parcels of real property located at 95 East Ali Baba Lane, Las Vegas,  
22 NV 89119 (the "Property"). *See* Deed of Trust, Assignment of Rents, Security  
23 Agreement and Fixture Filing, attached hereto as **Exhibit B**. The Property is owned by  
24 Desert Investments.

25 After the loan was made, OCI sold interests in the loan to certain investors.  
26 Juniper is the contractual servicer for and on behalf of the investors and is a real party in  
27 interest. Juniper and its predecessors-in-interest previously entered into several  
28 forbearance agreements with Desert Investments and its predecessors-in-interest. Desert

Investments defaulted on the most recent forbearance agreement and Juniper was about to commence a trustee's sale of the Property before these bankruptcy cases were filed.

The Debtors want to substantively consolidate the estates so that they can sell all of their real properties as a single unit. [DE 24 in Case No. 18-12457 at 2.] They candidly admit that their goal is "maximization of distributions to equity." [*Id.* at 4.] The Debtors contend that the contiguous properties could sell for as much as \$460,000,000. [*Id.* at 2.] But the Debtors have not provided the Court with a copy of the appraisal that purportedly valued the unified parcels at \$460,000,000. And they have not provided an estimate of the time it will take to consummate such a large real property sale.

The evidence supporting the motion for substantive consolidation is scant to nonexistent. The Debtors contend that most of the creditors in the four bankruptcy cases are creditors of more than one of the Debtors and that this means that creditors treated the Debtors as a single unit. [*Id.* at 2.] The evidence (which, at this point, consists only of an affidavit from Mr. Gaffin) does not demonstrate this.<sup>1</sup>

- Juniper only has a claim against Desert Investments. *See* Ex. A.
- David Stroebling has a judgment only against Desert Land. [DE 25 in Case No. 18-12457 at 2.]
- Northern Trust's lien is secured only by the property of Desert Apartments. [*Id.*]
- The so-called "Shotgun Entities" have claims against only Desert Land and Desert Investments. [*Id.*] And "most" of those claims are apparently guaranteed by SkyVue. [*Id.*] The existence of a guaranty shows that the Shotgun Entities *did not* treat all of the entities as a single unit.
- Mr. Gonzales has claims against all four Debtors. [*Id.*]

So three creditors have claims against only one Debtor. And Mr. Gonzales appears to be the only creditor who has claims against all of the Debtors.

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<sup>1</sup> And, again, the Debtors have not filed their schedules or statements of financial affairs yet, so creditors are operating at an informational disadvantage.

The only other evidence before the Court is Mr. Gaffin's conclusory statements that the managers of the debtors "used the funds available from each entity to pay the expenses of all entities" and that the Debtors "have always been treated as a single business since 2004 or from the creation of each member entity." [*Id.* at 2.]

### **DISCUSSION**

"Orders of substantive consolidation combine the assets and liabilities of separate and distinct – but related – legal entities into a single pool and treat them as though they belong to a single entity." *In re Bonham*, 229 F.3d 750, 764 (9th Cir. 2000). Substantive consolidation is a drastic remedy and "should be used 'sparingly.'" *Id.* at 767 (quoting *In re Flora Mir Candy Corp.*, 432 F.2d 1060, 1062-63 (2d Cir. 1970)). "Substantive consolidation is premised on a sole aim: fairness to **all creditors**." *In re Mihranian*, 2017 WL 6003345 (9th Cir. BAP Dec. 4, 2017) (second emphasis added); *see also In re Augie/Restivo Baking Co.*, 860 F.2d 515, 518 (2d Cir. 1988) (noting that the "sole purpose" of consolidation "is to ensure the equitable treatment of all creditors").

The Ninth Circuit has adopted the test for determining whether to order substantive consolidation that was established by the Second Circuit in *Augie/Restivo*. *See Bonham*, 229 F.3d at 766. The test has two prongs. Bankruptcy courts consider "(1) whether creditors dealt with the entities as a single economic unit and did not rely on their separate identity in extending credit; or (2) whether the affairs of the debtor are so entangled that consolidation will benefit all creditors." *Id.* (quoting *In re Reider*, 31 F.3d 1102 (11th Cir. 1994)).

#### **I. JUNIPER DID NOT DEAL WITH THE DEBTORS AS A SINGLE ECONOMIC UNIT**

Juniper did not deal with the Debtors as a single unit. Desert Investments is its only debtor. It "expect[ed] to look to the assets of [that] particular borrower for satisfaction of that loan." *Augie/Restivo*, 860 F.2d at 518.

Even if other creditors believed that the Debtors were as a single unit, that does not justify substantive consolidation to the detriment of Juniper. *See id.* ("Given these

circumstances, the fact that the trade creditors may have believed that they were dealing with a single entity does not justify consolidation.”); *In re R & S St. Rose Lenders, LLC*, 2017 WL 937721, at \*7 (D. Nev. Mar. 8, 2017) (noting that *Augie/Restivo* “found substantive consolidation was inappropriate even though, numerically speaking, more creditors treated the subject entities as a single economic unit”).

## II. THERE IS NO EVIDENCE THAT ANY OTHER CREDITOR DEALT WITH THE DEBTORS AS A SINGLE ECONOMIC UNIT

Even assuming that most other creditors have claims against more than one Debtor (which doesn’t appear to be true), that doesn’t establish that creditors *dealt* with the Debtors as a single economic unit.<sup>2</sup> Likewise, there is no evidence whatsoever about which Debtor’s “identity” other creditors relied on when they extended credit. The Court doesn’t even have information regarding the nature of the creditors’ claims. *See Mihranian*, 2017 WL 6003345, at \*5 (substantive consolidation not proper when trustee could not identify the creditors of the entities for which he was seeking consolidation or the nature of their debt). If overlapping creditors were the standard, substantive consolidation would be warranted in an enormous number of cases. It isn’t.

## III. THERE IS NO EVIDENCE THAT THE DEBTORS’ AFFAIRS ARE SO ENTANGLED THAT IT IS COST-PROHIBITIVE TO SEPARATE THEM FROM ONE ANOTHER

“The second factor supports consolidation ‘only where the time and expense necessary even to attempt to unscramble the[] [debtors is] so substantial as to threaten the realization of any net assets for all the creditors or where no accurate identification and allocation of assets is possible.’” *R & S St. Rose Lenders*, 2017 WL 937721, at \*6. The Debtors have not satisfied this requirement because they haven’t shown that the Debtors need to be “unscrambled” or that identification and allocation of assets is impossible.

<sup>2</sup> The original motion for substantive consolidation and affidavit submitted by Mr. Gaffin stated that “[t]he creditors in these cases all considered themselves creditors of all the Desert Entities.” [DE 9 at 3; DE 10 at 2.] The amended motion and declaration contain no such statement, perhaps because Mr. Gaffin lacks personal knowledge of facts that would support such a conclusion. Mr. Gaffin has not stated “facts sufficient to establish the basis for his . . . personal knowledge” of how creditors dealt with the debtors. *See In re McAllister*, 2014 WL 3955008, at \*12 (9th Cir. BAP Aug. 13, 2014).



Even if, as Debtors contend, expenses were paid without regard to which Debtor actually incurred them, that is not enough to satisfy the second factor. *See Augie/Restivo*, 860 F.2d at 519 (commingling, alone, does not justify substantive consolidation in the absence of a showing that the time an expense to unscramble debtors would threaten realization of net assets). It doesn't even establish that the affairs of the debtors are entangled. Presumably there are books and records that can be used to trace any payments. *See id.* (substantive consolidation not warranted, even where "[b]usiness functions may have been commingled" because transactions could be traced). The Debtors have not explained why it is even necessary to "unscramble" the Debtors, much less how much time and expense would be necessary to do so.

This is not a case where the payment of expenses would even appear to matter. Upon information and belief, Desert Investments' primary assets (and probably the assets of other Debtors) are parcels of real estate.<sup>3</sup> Those parcels cannot have been entangled with one another. They are not fungible like money. It also seems likely that Desert Apartments ran its business separately from the other entities (i.e., as an apartment complex), despite Mr. Gaffin's statements to the contrary.

#### **IV. MAXIMIZING VALUE TO EQUITYHOLDERS IS AN IMPROPER BASIS FOR SUBSTANTIVE CONSOLIDATION BECAUSE IT COMES AT THE EXPENSE OF CREDITORS**

Substantive consolidation should *not* be used to facilitate what will probably be a years-long sale process in the hope of maximizing value for equityholders at the expense of creditors. Creditors will be paid much quicker if parcels are sold in smaller units.

*Augie/Restivo* itself denied substantive consolidation under facts similar to those before the Court. The *Augie/Restivo* court refused to allow consolidation merely "upon a finding that the creditors would be better off under some proposed plan involving the joint sale of their assets" if the interests of one creditor would be impermissibly subordinated to those of other creditors. *Id.* at 520. Here, the justification is even more

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<sup>3</sup> Juniper has to make these statements based upon information and belief because the Debtors have not filed their schedules or statements of financial affairs.

1 flimsy because substantive consolidation is sought to elevate the interests of  
2 equityholders in maximizing value over creditors' interest in being paid in a reasonable  
3 amount of time. Only the interests of creditors matter. The interests of equityholders are  
4 irrelevant. *See In re Murray Indus., Inc.*, 119 B.R. 820, 832 (Bankr. M.D. Fla. 1990)  
5 ("While equity interest security holders are parties of interest, it is a generally accepted  
6 proposition that equitable sharing for the purpose of the Bankruptcy Code means an  
7 equitable sharing among creditors, not stockholders." (citing *Augie/Restivo*)).

8 Stated somewhat differently, granting substantive consolidation in this case would  
9 be contrary its very purpose of avoiding delay in distribution to creditors. *Compare In re*  
10 *Coleman*, 417 B.R. 712, 726 (Bankr. S.D. Miss. 2009) (substantive consolidation should  
11 be granted when "the time and expense necessary to identify and allocate their assets and  
12 liabilities would likely erode the recovery of those assets and create substantial delays in  
13 effecting a distribution to creditors" (citing *Augie/Restivo*, 860 F.2d at 518)), *with In re*  
14 *Archdiocese of Milwaukee*, 483 B.R. 693 (Bankr. E.D. Wis. 2012) ("[T]he Court cannot  
15 ignore the outrageous expense and extreme delay that would no doubt accompany  
16 substantive consolidation in this case.").

## 17 **V. THE DEBTORS' PERSPECTIVE IS IRRELEVANT**

18 Mr. Gaffin's statement that the Debtors treated themselves as a single business,  
19 even if true, is irrelevant. "Creditor reliance, not whether the debtors viewed themselves  
20 as a single entity, is the critical factor under the *Augie/Restivo* test." 2 *Collier on*  
21 *Bankruptcy* ¶ 105.09[2][a], at 105-104 n.62 (16th ed. 2018).

## 22 **VI. SUBSTANTIVE CONSOLIDATION IS PREMATURE**

23 The Debtors certainly should not be substantively consolidated when they haven't  
24 even filed schedules or statements of financial affairs yet. *See Mihranian*, 2017 WL  
25 6003345, at \*5 (creditors and nature of debt must be identified before substantive  
26 consolidation may be considered). The Court cannot make a reasoned decision without  
27 having the schedules and statements before it. *See In re Searles*, 317 B.R. 368, 378 (9th  
28 . . .

1 Cir. BAP 2004) (noting that accurate schedules are fundamental to the viability of the  
2 bankruptcy system).

3 **CONCLUSION**

4 The Amended Motion for Substantive Consolidation should be denied because the  
5 Debtors have not met their burden of proof.

6 DATED this 12th day of June, 2018.

7 LEWIS ROCA ROTHGERBER CHRISTIE LLP

8 By /s/ Justin J. Henderson (NVB #13349)

9 Justin J. Henderson  
10 *Attorneys for Juniper Loan Servicing*  
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Lewis Roca  
ROTHGERBER CHRISTIE

## CERTIFICATE OF SERVICE

1. On June 12, 2018, I served the following document(s):

### OBJECTION TO AMENDED MOTION TO SUBSTANTIVELY CONSOLIDATE CASES

2. I served the above-named document(s) by the following means to the persons as listed below: *(Check all that apply)*

☒ **a. ECF System** *(You must attach the "Notice of Electronic Filing", or list all persons and addresses and attach additional paper if necessary)*

JAMIE P. DREHER, on behalf of Petitioning Creditor BRADLEY J. BUSBIN,  
AS TRUSTEE OF THE GONZALES CHARITABLE REMAINDER  
UNITRUST ONE  
[jdreher@downeybrand.com](mailto:jdreher@downeybrand.com)

MARK WRAY, on behalf of Petitioning Creditor BRADLEY J. BUSBIN, AS  
TRUSTEE OF THE GONZALES CHARITABLE REMAINDER UNITRUST  
ONE  
[mwrap@markwraylaw.com](mailto:mwrap@markwraylaw.com)

LENARD E. SCHWARTZER, on behalf of Alleged Debtor DESERT LAND,  
LLC  
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U.S. TRUSTEE – LV-7  
[USTPRegion17.LV.ECF@usdoj.gov](mailto:USTPRegion17.LV.ECF@usdoj.gov)

BRIGID M. HIGGINS, on behalf of SHOTGUN CREEK LAS VEGAS, LLC,  
SHOTGUN CREEK INVESTMENTS NEVADA, LLC, and SHOTGUN CREEK  
INVESTMENTS, LLC  
[bhiggins@blacklobellolaw.com](mailto:bhiggins@blacklobellolaw.com)

☐ **b. United States mail, postage fully prepaid**  
*(List persons and addresses. Attach additional paper if necessary)*

☐ **c. Personal Service** *(List persons and addresses. Attach additional paper if necessary)*  
I personally delivered the document(s) to the persons at these addresses:

☐ For a party represented by an attorney, delivery was made by handing the document(s) to the attorney or by leaving the document(s) at the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place in the office.

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*(List persons and email addresses. Attach additional paper if necessary)*

Based upon the written agreement of the parties to accept service by email or a court order, I caused the document(s) to be sent to the persons at the email addresses listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

☐ **e. By fax transmission** *(List persons and fax numbers. Attach additional paper if necessary)*

Based upon the written agreement of the parties to accept service by fax transmission or a court order, I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

☐ **f. By messenger** *(List persons and addresses. Attach additional paper if necessary)*

I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service. *(A declaration by the messenger must be attached to this Certificate of Service).*

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 12, 2018, at Phoenix, Arizona.

C.J. Scruggs  
(NAME OF DECLARANT)

/s/ C.J. Scruggs  
(SIGNATURE OF DECLARANT)